日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/vvvv) :

31/07/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	M&L Holdings Group Limited (Incorporated in the Cayman Islands with limited liability)
	(incorporated in the Cayman Islands with innited liability)
Date Submitted	03/08/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>8152</u> Descrip	otion :	M&L HOLDINGS			
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>		
Balance at close of preceding month	1,000,000,000	0.01	10,000,000.00		
Increase/(decrease)	Nil	-	Nil		
Balance at close of the month	1,000,000,000	0.01	10,000,000.00		
		N/A			
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A			
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	Par value <i>(State</i>			
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	Par value <i>(State</i>	Authorised share capital		
	No. of ordinary shares	Par value (State currency)	Authorised share capital		

2. Preference Shares

Stock code :	: <u>N/A</u> Descriptio		tion :	N/A	A
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close o	of precedi	ng month			
Increase/(decreas	e)	-		-	
Balance at close o	of the mor	nth _			

3. Other Classes of Shares

Stock code :	de : <u>N/A</u> Description :		ion :	N/A		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>	
Balance at close o	f precedir	ng month				
Increase/(decrease	e)	_				
Balance at close o	f the mon	th _				

Total authorised share capital at the end of the month (*HK*\$) : 10,000,000.00

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	600,000,000	N/A	N/A	N/A		
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A		
Balance at close of the month	600,000,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (une	der Share Opt	tion Schemes	of the Issuer)			
Particulars of					No. of new shares of	No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM	ſ	Movement duri	na the month		thereto	thereto as at close of
approval date	-				-	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
<u>1. N/A</u>						
(/ /)						
shares						
(Note 1)						
2.						
(/ /)						
shares						
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
		То	otal A. (Ordina		N/A	
				ice shares)	N/A	
			(C	ther class)	N/A	
Total funds raised	during the mo	nth from exerc	ise			
of options (State cu	urrency)			N/A		
	-					

Warrants to Issue Shares of the	e Issuer which	are to be List	ed			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal valu at close of preceding month		Nominal value at close of the month		No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)	(/ /)				
2.10/1						
(/ /) Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>						
·						
(/ /) Stock code (if listed) Class of shares						
issuchla (Nata 1)						
Cubeerintien price						
EGM approval date						
(if applicable)	())	`				
	(/ /)				
<u>4. N/A</u>						
Stock code (if listed)						
Class of shares						
Subscription price EGM approval date						
(if applicable)						
	(/ /)				
				, .		
		To		nary shares)	N/A N/A	_
				ence shares) Other class)	N/A N/A	_
			(1 1// 1	_

Convertibles (i.e. Convertible	into Shares of th	e Issuer whi	ch are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>1. N/A</u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
2. N/A						
2.10/1	_					
	—					
	_					
Stock code (if listed)			<u> </u>			
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3. N/A						
	_					
Stock code (if listed)						
Class of shares						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
	(/ /)					
<u>4. N/A</u>	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
<u> </u>						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
	. /		Total C. (Ordina	ary shares)	N/A	
			(Preferen	ce shares)	N/A	
			(O	ther class)	N/A	_

	other Agreements or Arrangements to Issue Shares of the Issue ons (other than under Share Option Schemes)		ed, including
		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of
Ful if a	I particulars including EGM approval date (dd/mm/yyyy), pplicable, and class of shares issuable:		the month
1.	N/A		
	(/ /)		
	shares (Note 1)	N/A	N/A
2.	N/A		
	(/ /) shares (Note 1)	N/A	N/A
3.	N/A		
	(/ /) shares (Note 1)	N/A	N/A
	Total D. (Ordinary shares) (Preference shares)	N/A N/A	
	(Other class)	N/A N/A	

Otl	<u>her Movements</u> Type of Issue	in Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	Rights issue	At price : State currency	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
2.	Open offer	At price : State currency	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
3.	Placing	At price : State	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
4.	Bonus issue		Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares		<u> </u>		
		State	issuable (Note 1)	(/ /)		
5.	Scrip dividend	At price : State currency ———	Issue and allotment date : (dd/mm/yyyy)		,		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	N/A
			Class of shares repurchased (<i>Note 1</i>)		<u> </u>		
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		N1/A
						<u>N/A</u>	N/A
			Class of shares issuable <i>(Note 1)</i>				
8.	Consideration issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	N/A

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
10. Other (Please specify) At price : State currency	Class of shares issuable (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Total E. (Ordinary shares	<u>N/A</u>	N/A
	Iotal E. (Ordinary shares (Preference shares (Other class	s) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	NIL
(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	N/A
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)	

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 17.27A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;

(vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and

(viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: <u>Ng Lai Po Larry</u>

Title:Company Secretary(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.